

**REGULAR MONTHLY BOARD MEETING
JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS**

February 27, 2023

MINUTES

I. CALL TO ORDER/ROLL CALL/DECLARATION OF QUORUM

Pursuant to proper notice, the Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority” or “JMAA”) convened its Board Meeting in the Community Room of the Jackson-Medgar Wiley Evers International Airport (“JAN”) in Jackson, Mississippi at 4:00 p.m. on Monday, February 27, 2023. A copy of the Board Meeting Notice is attached as Exhibit “A” hereto.

Chairman Warren Herring presided, called the Meeting to order at 4:05 p.m., and called the roll of Commissioners.

The following Commissioners were present, in person, during roll call for a quorum at the Board Meeting:

Warren Herring, Chairman, Present (“Herring”)
Sharon Bridges, Vice Chairwoman, Present (“Bridges”)
Rickey D. Jones, Present (“Jones”)
Rica Lewis-Payton, Present (“Payton”)

The following other persons were also present at the Meeting:

John Means, Acting Chief Executive Officer (“CEO”) of the JMAA (“Means”)
Regina Quinn May, Board Counsel, (“May”)
Steven G. Williams, Legal Officer of the JMAA (“Williams”)

And persons listed on the Sign-in Sheet for the February 27, 2023 Meeting, Exhibit “B” hereto.

II. INVOCATION

Chairman Herring gave the Invocation.

III. APPROVAL OF BOARD NOTICES

- A. Notice of the Work Session meeting of the Board of Commissioners scheduled for Thursday, February 16, 2023, at 8:30 a.m. in the Community Room at Jackson-Medgar Wiley Evers International Airport, Jackson, MS.

- B. Notice of Regular Board Meeting of the Board of Commissioners scheduled for Monday, February 27, 2023 at 4:00 p.m. in the Community Room at Jackson-Medgar Wiley Evers International Airport, Jackson, MS.

Vice Chairwoman Bridges made the motion to approve the two notices. Commissioner Payton seconded and the motion was carried 4-0.

IV. APPROVAL OF MINUTES

It was decided that approval of the Minutes would take place later in the meeting.

V. PUBLIC COMMENTS

None.

VI. REPORTS

A. Report From the Chairman – None.

B. Report from the Acting Chief Executive Officer

1. Airport Project Manager Summary period ending January 31, 2023. Acting CEO Means confirmed that the figures in the Airport Project Manager Summary had not changed since the Work Session so that there was no need to go back over those figures unless there were questions:

Capital Project 1st and 5th floor TSA renovation at JAN;
Capital Project 5th floor roof replacement at JAN;
Capital Project HKS Drainage assessment;
Capital Project JAN Airfield Markings improvement;
Capital Project JAN Passenger Board Bridge replacement at Gate2;
Capital Project Rehabilitation of Taxiway Alpha Phase 2;
Capital Project Rehabilitation of Taxiway Delta at HKS;
Capital Project Taxiway Alpha & Charlie LED lighting;
Capital Project Taxiway 8 relocation;
Capital Project West Concourse Roof replacement;

Commissioner Jones asked a question about a new capital projects agenda. The Board is going to Washington DC in March, 2023 to discuss. Action CEO Means stated that various FAA grants have been applied for which cover projects before and after he became Acting CEO. Commissioner Jones and Vice Chairwoman Bridges requested that more details be supplied at the next Work Session. Vice Chairwoman Bridges asked about road funds for HKS and she also asked when funds are distributed. Mr. Means responded that the funds are usually distributed in April – September. Mr. Buckhalter, JMAA Director of Procurement, addressed the Board about \$23 million project to move taxiways which will be advertised soon.

2. Airport Activity Statistics Report period ending January 31, 2023. Again, Acting CEO Means suggested that the figures in this report had not changed since the Work Session and that there was no need to go back over them. JAN experienced at 20.8% increase in traffic over 2022. Delta Airlines in first place slightly surpassing American Airlines. JAN flight operations down 32% due to drop in local military traffic. Vice Chairwoman Bridges asked about the status of new personnel at HKS. Commissioner Jones asked about the Airport Security Plan. Means agreed to share this with the Commissioners.

VII. ACTION ITEMS

A. Financial Matters

1. Financial Reports for January 2023

a) Balance Sheet. Discussion of various entries.

b) Income Statement. Chief Means stated that the Net Income is above budget. Chairman Herring asked who formulates these statements. Means responded that Staff and Consultants put this information together. Commissioner Payton asked for the dates for the budget cycle. Commissioner Jones asked if Carolyn Dupre' could address the Board. Commissioner Payton asked for an Action Log for the Board to use in every meeting with updates. Ms. Dupre' addressed the Board about the budget process. Commissioner Jones asked about items the airlines have requested. Chief Means responded that this will be provided within sixty (60) days. Chairman Herring asked about the elevators and escalators at JAN. Means responded that a new company has been retained to handle preventative maintenance. Vice Chairwoman Bridges made a motion to accept the Balance Sheet and Income Statement. Commissioner Jones seconded and the motion carried 4-0.

c) Invoice Docket for January 2023. The Commissioners asked questions about various entries. The payment entry for Consultant Terri Springer was questioned in particular. It was decided that this invoice would be discussed and voted on separately. Vice Chairwoman Bridges made a motion to approve the Invoice Docket with the exception of the proposed payment to Terri Springer. Commissioner Jones seconded and the motion passed 4-0.

B. Attorney

Board Counsel Regina May discussed the upcoming RFP for the new Board Counsel as well as the RFP for outside counsel specialty attorney. Vice Chairwoman Bridges made a motion that Legal Officer Williams will be the gatekeeper for retaining outside legal assistance for matters not handled by Board Counsel or the Legal Officer. Commissioner Payton seconded. The vote was 3-1 with Commissioner Jones voting "no". Vice Chairwoman Bridges made a motion to accept RFPs for Special legal services and Board Counsel. Commissioner Payton seconded and the motion was carried 4-0.

5:35 p.m. Representative of Caroline Concessions appeared to introduce herself to the new commissioners. She requested additional badges for her employees.

5:40 p.m. L'Sherie Dean addressed the Board to provide an update as to upcoming events. Vice Chairwoman Bridges asked specifically about a proposed 60th anniversary gala to mark the opening of JAN. Dean responded that this was still in the planning stages.

C. Procurement

1. RFQ for architectural services for new hangar at HKS. Supported by Board Memo OPS 2023-21. Staff requested authorization to advertise an RFQ for architectural services for a new airplane hangar at HKS and approval of a budget of \$20,000.00. Commissioner Jones made a motion to approve which was seconded by Commissioner Payton. Vice Chairwoman Bridges requested that the approval be made contingent upon receipt of a better Scope of Work. The motion passed 4-0 contingent upon receipt of a better Scope.
2. New terminal feasibility study at JAN. Supported by Board Memo OPS 2023-22. Staff requested authorization to advertise a Request for Qualifications for a feasibility study for a new terminal at JAN with a budget of \$376,791.00. JMAA Engineer Akili Kelly addressed the Board to explain the project. Vice Chairwoman Bridges made a motion to approve (after adjustments to the Board Memo) which was seconded by Commissioner Payton. The motion passed 4-0.
3. Award architectural services contract for FAA Building at JAN. Supported by Board Memo OPS 2023-26. Staff requested authorization to negotiate a professional services agreement with Burris/Wagnon Architects, P.A. to provide architectural services for the FAA Building renovations in the amount of \$160,434.00. After a discussion of timelines and when TSA will need the space (June 2023), Commissioner Payton made the motion to approve with was seconded by Vice Chairwoman Bridges and passed 4-0.
4. Comprehensive Master Plan study for JAN. Supported by Board Memo OPS 2023-25. Staff requested authorization to publish an RFQ for aviation consulting services related to the Master Plan and approval of a budget in the amount of \$1,002,000.00. Commissioner Payton made the motion to approve with was seconded by Commissioner Jones and passed 4-0.
5. Architectural services contract for Prime Flight renovations at SoJAN Building at JAN. Supported by Board Memo OPS 2023-24. Staff requested authorization to negotiate a professional services agreement with KLF Designs PLLC to provide architectural services for the Prime Flight renovations at SoJAN Building at JAN and approval of a \$15,000.00 budget. Commissioner Payton made the motion to approve which was seconded by Vice Chairwoman Bridges and passed 4-0.
6. Purchase of JMAA Information Technology vehicle. Supported by Board Memo IT 2023-01. Staff requested approval of a budget of \$65,000.00 to purchase the vehicle to support JAN and HKS IT networks systems, support, and maintenance. Vice Chairwoman Bridges made the motion to approve which was seconded by Commissioner Payton and passed 4-0.

7. Transportation Security Administration Magazine Pad at JAN. Supported by Board Memo OPS 2023-27. Staff requested authorization to award a construction services contract to McIntosh Construction, Inc. in the amount of \$128,949.20 and execute said contract after review by JMAA legal counsel. It was stipulated that JMAA will provide the driveway and pad and TSA will provide the remainder of the facility. Commissioner Jones made the motion to approve which was seconded by Commissioner Payton and passed 4-0.
8. Ad-hoc engineering services agreement with EJES, Inc. Supported by Board Memo OPS 2023-23. Staff requested authorization to approve an amendment for the existing Ad-Hoc engineering services agreement with EJES in the amount of \$100,000.00 and to approve a Task Order in the amount of \$41,655.38 and extension to the agreement for a one-year term beginning April 1, 2023. Commissioner Payton made the motion to approve which was seconded by Vice Chairwoman Bridges and passed 4-0.
9. TSA lease agreement at SoJAN Building at JAN. Supported by Board Memo 2023-06. Staff requested authority to execute a 12-month lease to TSA at JAN, subject to legal review, and the authority to negotiation with TSA for a long-term extension. Vice Chairwoman Bridges made the motion to approve which was seconded by Commissioner Payton and passed 4-0.
10. Unison Consulting professional services agreement. This was supported by Board Memo 2023-04. Staff requested authority to execute a professional services agreement with Unison Consulting for aviation consulting services for the FY 2024 Operational Budget to cost \$90,505.00 with a contract expiration date of September 30, 2023. The Board stated that the purpose was to insure reasonable rates for the airlines. Commissioner Payton made the motion to approve which was seconded by Vice Chairwoman Bridges. The motion passed 3-1 with Commissioner Jones voting "no".
11. Director of Operations and Public Safety. Supported by Board Memo HR 2023-10. Staff requested authorization to rescind hiring action for Director of Public Safety and Operations and reallocate these funds to hire three (3) Airport Operations Assistants to cover two shifts and complete staff requirements. Commissioner Payton made the motion to approve which was seconded by Commissioner Jones and passed 4-0.
12. Group Health, Dental, and Vision insurance policies. Supported by Board Memo HR 2023-11. Staff requested authorization to negotiated with United Health Care group medical benefits for a term of twelve (12) calendar months, effective May 1, 2022. Commissioner Jones made the motion to approve which was seconded by Vice Chairwoman Bridges and passed 4-0.
13. Chief Administrative Officer recruitment. Supported by Board Memo HR 2023-08. Staff requested authorization to execute hiring action for new Chief Administrative Officer, approve final candidate, and approve salary. This was supported by Board Memo HR 2023-08. It was decided to save this matter for Executive Session.

14. Chief Executive Officer office expense approval authority. Supported by Board Memo EX 2023-04. Staff requested authorization to retain existing Acting CEO approval authority at \$50,000.00 as maximum purchase approval per transaction. It was suggested that going forward, the Invoice Docket show the entries which were approved by the Acting CEO. Commissioner Payton made the motion to approve which was seconded by Vice Chairwoman Bridges. The motion passed 3-0 with Commissioner Jones voting "no".

15. Request to change JMAA By-laws to address issue in Work Session lead times. Supported by Board Memo HR 2023-10. Staff requested authorization to change the JMAA By-laws to increase the preparation time between Work Session and Board Meeting. This was tabled for the time being.

7:18 p.m. Vice Chairwoman Bridges made a motion to go into Closed Session to discuss whether to go into Executive Session. This motion was seconded by Commissioner Payton and passed 4-0. The room was cleared.

Chairman called a brief break.

7:25 p.m. The Commissioners discussed what would be taken up in Executive Session but Board Counsel said that certain issues did not qualify for Executive Session. It was decided that personnel matters would be discussed in Executive Session. Vice Chairwoman Bridges made a motion to go into Executive Session which was seconded by Commissioner Jones and passed 4-0.

7:35 p.m. The Board was in Executive Session.

8:18 p.m. Vice Chairwoman Bridges made a motion to close Executive Session. Commissioner Jones seconded and the motion passed 4-0.

8:20 p.m. Back in Open Session, it was announced that the Board had discussed certain personnel matters and that a decision had been made on a couple of them. Vice Chairwoman Bridges made a motion to approve the recruitment for Chief Administrative Officer. Commissioner Payton seconded and the motion passed 4-0. Vice Chairwoman Bridges then made a motion to hire outside counsel for a personnel issue. Commissioner Payton seconded and the motion passed 4-0.

Commissioner Payton made a motion to approve the January 9, 2023 Special Board Meeting Minutes as well as the January 27, 2023 Regular Board Meeting Minutes. Vice Chairwoman Bridges seconded and the motion passed 4-0.

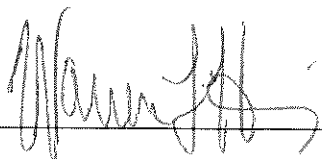
Commissioner Jones gave a brief statement about attending the AAAE meeting in Hawaii.

8:25 p.m. The Board discussed the Acting CEO's travel and speaking engagements for 2023. Chairman Herring questioned the number of trips. Commissioner Payton asked whether there was a certain budget for this and it was decided that one does not exist.

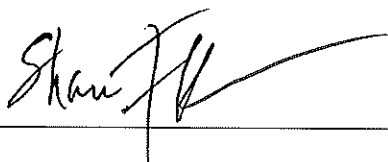
8:35 p.m. Commissioner Jones made a motion to adjourn which was seconded by Vice Chairwoman Bridges and passed 4-0. 8:36 p.m. Adjournment.

Respectfully submitted,

Warren Herring, Commissioner and Chairman



Sharon Bridges, Commissioner and Vice Chairwoman



Rickey D. Jones, Commissioner

Rica Lewis-Payton, Commissioner

